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December 4, 2003

Ms. Marlene Dortch, Secretary Federal Communications Commission The Portals, TW-A325 445 12th Street, SW Washington, D.C. 20554

Re: Ex Parte Presentation – Review of the Section 251 Unbundling Obligations of

Incumbent Local Exchange Carriers; CC Docket Nos. 01-338, 96-98, 98-147

Dear Ms. Dortch:

On December 4, 2003, Dave Baker, Vice President, Law and Policy for EarthLink, Inc. and Mark O'Connor of Lampert & O'Connor, P.C. met with Matthew Brill, Senior Legal Advisor to Commissioner Abernathy, and met with Brent Olson, Pam Arluk, Gail Cohen, and Marcus Maher of the Commission's Wireline Competition Bureau to discuss the above referenced proceedings.

During these meetings, EarthLink discussed the issues raised in its October 2^{nd} Petition for Reconsideration of the line sharing portion of the FCC's Report and Order and Order on Remand released August 21, 2003 ("R&O") and previously filed positions in the above-referenced dockets. EarthLink outlined several issues that it believes compel the Commission to reconsider its decision, noting in particular that the transition mechanism established will not adequately protect subscribers from the disruption in service that is likely to result from the elimination of line sharing. EarthLink urged that the Commission resolve the line sharing reconsideration before the DC Circuit rules on the pending judicial appeal of the R&O, and that, especially given likely remand of the UNE-P issues, the Commission should not have limited data CLEC competition to just that portion of the market served by line splitting and UNE-P. Finally, EarthLink also noted that the line sharing decision was the product of procedural irregularities warranting a fresh look on reconsideration. EarthLink also provided Mr. Brill with the copy of its October 2^{nd} Petition for Reconsideration (attached hereto).

Pursuant to the Commission's rules, one copy of this memorandum is being filed electronically in each of the above-referenced dockets for inclusion in the public record. Please do not hesitate to call me if you have any questions.

Respectfully submitted,

/s/ Mark J. O'Connor Counsel for EarthLink, Inc.